

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

BARBARA A. EDWARDS, CHAPTER 7 TRUSTEE
OF THE BANKRUPTCY ESTATE OF BENJAMIN
JEFFREY ASHMORE,

Plaintiff,

–against–

CGI GROUP INC. & CGI FEDERAL INC.,

Defendants.

11-cv-8611-AT-JLC

**DECLARATION OF
ZACHARY D. FASMAN**

DECLARATION OF ZACHARY D. FASMAN

I, Zachary D. Fasman, hereby certify as follows:

1. I am an Attorney-at-Law admitted to practice before the United States District Court for the Southern District of New York, a member of the New York and District of Columbia bars, and a Partner at the firm of Proskauer Rose LLP, attorneys for Defendants CGI Group, Inc. and CGI Federal, Inc. I make this declaration in support of Defendants' Motion to Dismiss Plaintiff Ashmore's Complaint pursuant to Federal Rule of Civil Procedure 12(b)(6).

2. Attached as **Exhibit 1** is a true and correct copy of Plaintiff Ashmore's (hereinafter "Plaintiff" or "Ashmore") bankruptcy petition that was filed in Case No. 13-17450 in the U.S. Bankruptcy Court in the District of New Jersey (hereinafter "Plaintiff's bankruptcy case" and the "Bankruptcy Court") on April 8, 2013. This document was filed as Bankr. ECF No. 1.¹

¹ References to "Bankr. ECF" are to the Bankruptcy Court's docket and references to "ECF" are to this Court's docket.

3. Attached as **Exhibit 2** is a true and correct copy of the ECF Docket for Plaintiff's bankruptcy case, as of October 25, 2017.

4. Attached as **Exhibit 3** is a true and correct copy of the Notice of Chapter 7 Bankruptcy Case, Meeting of Creditors & Deadlines that was filed on April 10, 2013 in Plaintiff's bankruptcy case. This document was filed as Bankr. ECF No. 7.

5. Attached as **Exhibit 4** is a true and correct copy of a letter dated July 17, 2013, from James D'Alessandro to the Honorable Morris Stern. This document was filed as Bankr. ECF No. 18 and 18-1.

6. Attached as **Exhibit 5** is a true and correct copy of Plaintiff Ashmore's Complaint in the matter of *Ashmore v. CleanEdison, Inc.*, Index No. 652972/2012 (N.Y. Sup. Ct. Aug. 26, 2012), which was filed in New York State Supreme Court. This document was filed as ECF No. 2 on the N.Y. Supreme Court's docket.

7. Attached as **Exhibit 6** is a true and correct copy of Ashmore's Notice of Motion to Seal Pleadings and supporting papers filed in *Ashmore v. CleanEdison, Inc.*, Index No. 652972/2012, and dated November 11, 2012. This document was filed as ECF No. 8 on the N.Y. Supreme Court's docket.

8. Attached as **Exhibit 7** is a true and correct copy of Ashmore's Certification in Support of the Debtor's Notice of Objection to the Trustee's Motion to Extend Deadline that was filed on May 23, 2013 in Plaintiff's bankruptcy case. This document was filed as Bankr. ECF No. 10-1.

9. Attached as **Exhibit 8** is a true and correct copy of excerpts from the deposition transcript of Ashmore, which was held on June 10, 2013. This document was filed as ECF No. 190-17.

10. Attached as **Exhibit 9** is a true and correct copy of Ashmore's Certification in Support of the Debtor's Motion to Dismiss the Petition that was filed on June 19, 2013 in Plaintiff's bankruptcy case. This document was filed as Bankr. ECF No. 13-1.

11. Attached as **Exhibit 10** is a true and correct copy of the Court's Order dated June 27, 2013. This document was filed as ECF No. 49.

12. Attached as **Exhibit 11** is a true and correct copy of the Transcript of the July 23, 2013 Hearing on Ashmore's Motion to Dismiss the Bankruptcy Case held by the Honorable Morris Stern of the Bankruptcy Court. This document was filed as ECF No. 190-12.

13. Attached as **Exhibit 12** is a true and correct copy of a letter from David Mair to the Honorable Analisa Torres dated September 9, 2013. This document was filed as ECF No. 50.

14. Attached as **Exhibit 13** is a true and correct copy of the Court's Order dated September 11, 2013 and filed on September 12, 2013. This document was filed as ECF No. 51.

15. Attached as **Exhibit 14** is a true and correct copy of the executed Letter Agreement signed by the Trustee and Ashmore and dated September 16, 2013. This document was filed as Bankr. ECF No. 27-2.

16. Attached as **Exhibit 15** is a true and correct copy of a letter from James D'Alessandro to the Honorable Analisa Torres dated September 17, 2013 and the Court's Order and memorandum endorsement dated September 17, 2013. This document was filed as ECF No. 54.

17. Attached as **Exhibit 16** is a true and correct copy of the Discharge of Debtor Order that was filed on November 18, 2013 in Plaintiff's bankruptcy case. This document was filed as Bankr. ECF No. 24.

18. Attached as **Exhibit 17** is a true and correct copy of the Discharge of Debtor Order that was filed on November 20, 2013 in Plaintiff's bankruptcy case. This document was filed as Bankr. ECF No. 25.

19. Attached as **Exhibit 18** is a true and correct copy of the Final Decree that was filed on November 22, 2013 in Plaintiff's bankruptcy case. This document was filed as Bankr. ECF No. 26.

20. Attached as **Exhibit 19** is a true and correct copy of a letter from Zachary Fasman to Former Trustee Barbara Edwards dated September 9, 2015. This document was filed as ECF No. 190-24.

21. Attached as **Exhibit 20** is a true and correct copy of the Trustee's Notice of Motion to Reopen Bankruptcy Case filed on September 22, 2015 in Plaintiff's bankruptcy case. This document was filed as Bankr. ECF No. 27.

22. Attached as **Exhibit 21** is a true and correct copy of the Proposed Consent Order Resolving Motion to Reopen Case between Ashmore and the Trustee dated February 8, 2016. This document was filed as Bankr. ECF No. 44-1.

23. Attached as **Exhibit 22** is a true and correct copy CGI's Objection to the Proposed Consent Order dated February 10, 2016. This document was filed as Bankr. ECF No. 44.

24. Attached as **Exhibit 23** is a true and correct copy of the Bankruptcy Court's Order Reopening Ashmore's Bankruptcy Case dated March 23, 2016. This document was filed as Bankr. ECF No. 65.

25. Attached as **Exhibit 24** is a true and correct copy of the Notice of Assets to Creditors filed on March 29, 2016 in Plaintiff's bankruptcy case. This document was filed as Bankr. ECF No. 70.

26. Attached as **Exhibit 25** is a true and correct copy of the Notice of Assets and Deadline to File Proof of Claim filed on April 1, 2016 in Plaintiff's bankruptcy case. This document was filed as Bankr. ECF No. 71.

27. Attached as **Exhibit 26** is a true and correct copy of Trustee's Memorandum of Law in Support of Motion for an Order (1) Approving Settlement and (2) Authorizing Abandonment filed on September 5, 2017 in Plaintiff's bankruptcy case. This document was filed as Bankr. ECF No. 145-1.

28. Attached as **Exhibit 27** is a true and correct copy of Exhibit A to the Trustee's Certification in support of her Motion for an Order (1) Approving Settlement and (2) Authorizing Abandonment filed on September 5, 2017 in Plaintiff's bankruptcy case. This document was filed as Bankr. ECF No. 145-3.

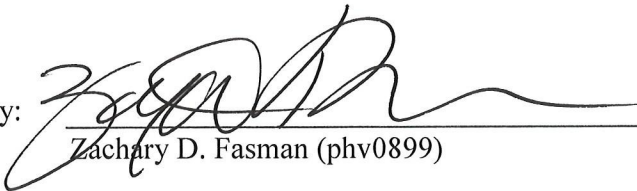
29. Attached as **Exhibit 28** is a true and correct copy of CGI's Objection to the Trustee's Motion for Entry of an Order Authorizing Settlement and Abandonment filed on September 19, 2017 in Plaintiff's bankruptcy case. This document was filed as Bankr. ECF No. 151.

30. Attached as **Exhibit 29** is a true and correct copy of the Bankruptcy Court's Order dated October 4, 2017 entering the Stipulation and Consent Order dated July 19, 2017. This document was filed as Bankr. ECF No. 155.

Dated: October 27, 2017
New York, New York

PROSKAUER ROSE LLP

By:



Zachary D. Fasman (phv0899)

Eleven Times Square
New York, NY 10036
Tel: (212) 969-3000
Fax: (212) 969-2900
Attorney for Defendants